

**Cordia Communications Corp.**

**EXHIBIT I**

**Articles of Incorporation**

**&**

**Foreign Certificate of Authority**

FILED # C18057

JUL 06 2001

IN THE OFFICE OF  
*Dean Heller*  
DEAN HELLER SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

CORDIA COMMUNICATIONS CORP.

FIRST: The name of the corporation is CORDIA COMMUNICATIONS CORP.

SECOND: The registered agent is Paracorp Incorporated. The registered office of the Corporation shall be located at 318 N. Carson Street, Suite 208, Carson City, Nevada, 89701 in Carson City County.

THIRD: The purpose or purposes for which the corporation is organized are:

The transaction of any or all lawful business for which corporations may be incorporated under the Nevada Revised Statutes.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 200 common shares all of which shall be without par value.

FIFTH: The corporation shall have one director. The name and post office address of the director is as follows:

Craig Gironda  
509 Westport Avenue  
Norwalk, Connecticut 06851

SIXTH: The capital stock is not subject to assessment to pay the debts of the corporation.

SEVENTH: The period of its duration shall be perpetual.

EIGHTH: The name and mailing address of the incorporator is:

Lawrence A. Kirsch  
90 State Street  
Albany, New York 12207

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 5th day of July, 2001.

By: Lawrence A. Kirsch  
LAWRENCE A. KIRSCH  
Incorporator



## OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

MARCH 22, 2002

6213-443-7

CORP-LINK SERVICES, INC.  
118 W EDWARDS ST STE 200  
SPRINGFIELD, IL 62704

RE CORDIA COMMUNICATIONS CORP.

DEAR SIR OR MADAM:

IT IS OUR PLEASURE TO APPROVE YOUR REQUEST TO TRANSACT BUSINESS IN THE STATE OF ILLINOIS. ENCLOSED PLEASE FIND THE AUTHORITY ACKNOWLEDGING REGISTRATION.

THIS DOCUMENT MUST BE RECORDED IN THE OFFICE OF THE RECORDER OF THE COUNTY IN ILLINOIS IN WHICH THE REGISTERED OFFICE OF THE CORPORATION IS LOCATED, AS PROVIDED BY SECTION 1.10 OF THE BUSINESS CORPORATION ACT OF THIS STATE. FOR FURTHER INFORMATION CONTACT YOUR RECORDER OF DEEDS.

THE CORPORATION MUST FILE AN ANNUAL REPORT AND PAY FRANCHISE TAXES PRIOR TO THE FIRST DAY OF ITS ANNIVERSARY MONTH (MONTH OF QUALIFICATION) NEXT YEAR. A PRE-PRINTED ANNUAL REPORT FORM WILL BE SENT TO THE REGISTERED AGENT AT THE ADDRESS SHOWN ON THE RECORDS OF THIS OFFICE APPROXIMATELY 60 DAYS PRIOR TO ITS ANNIVERSARY MONTH.

SECURITIES CANNOT BE ISSUED OR SOLD EXCEPT IN COMPLIANCE WITH THE ILLINOIS SECURITIES LAW OF 1953, 815 ILLINOIS COMPILED STATUTES, 5/1 ET SEQ. FOR FURTHER INFORMATION, CONTACT THE OFFICE OF THE SECRETARY OF STATE, SECURITIES DEPARTMENT AT (217) 782-2256 OR (312) 793-3384.

SINCERELY YOURS,

JESSE WHITE  
SECRETARY OF STATE

DEPARTMENT OF BUSINESS SERVICES  
CORPORATION DIVISION  
TELEPHONE (217) 782-6961

JW:CD

6213-443-7

Form **BCA-13.15**

(Rev. Jan. 1999)

APPLICATION FOR CERTIFICATE  
OF AUTHORITY TO  
TRANSACTION BUSINESS IN ILLINOIS

SUBMIT IN DUPLICATE!

Jesse White, Secretary of State  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-1834  
http://www.sos.state.il.us

This space for use by Secretary of State

**FILED**

MAR 22 2002

JESSE WHITE  
SECRETARY OF STATEThis space for use by  
Secretary of StateDate 3-27-02

License Fee \$

Franchise Tax \$ 25.00Filing Fee \$ 25.00

Penalties \$

Approved: JK 100.00Payment must be made by  
certified check, cashier's check,  
Illinois attorney's check, Illinois  
C.P.A.'s check or money order,  
payable to "Secretary of State."

1. (a) CORPORATE NAME:
- Cordia Communications Corp.

(Complete item 1 (b) only if the corporate name is not available in this state.)

- (b) ASSUMED CORPORATE NAME: \_\_\_\_\_

(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. (a) State or Country of Incorporation:
- Nevada

- (b) Date of Incorporation:
- 7/6/01

- (c) Period of Duration:
- Perpetual

3. (a) Address of the principal office, wherever located:

509 Westport AvenueNorwalk, CT 06851

- (b) Address of principal office in Illinois:

(If none, so state)

NONE

4. Name and address of the registered agent and registered office in Illinois.

Registered Agent National Registered Agents, Inc.

First Name

Middle Name

Last Name

Registered Office 208 South LaSalle Street, Suite 1855

Number

Street

Suite #

Chicago, IL 60604

County of Cook

City

ZIP Code

County

5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation)

Florida, Nevada, New Jersey, New York, Pennsylvania, Illinois

6. Names and residential addresses of officers and directors:

Name	No. & Street	City	State	ZIP
President <u>Craig C. Gironda</u>	<u>7 Junebar Lane</u>	<u>Norwalk</u>	<u>CT</u>	<u>06851</u>
Secretary <u>Wesley Minella</u>	<u>34 Circuit Road</u>	<u>New Rochelle</u>	<u>NY</u>	<u>10805</u>
Director <u>Craig C. Gironda</u>	<u>7 Junebar Lane</u>	<u>Norwalk</u>	<u>CT</u>	<u>06851</u>
Director _____				
Director _____				

If more than 3, attach list

7. Purpose or purposes proposed to be pursued in transacting business in this state:  
(If not sufficient space to cover this point, add one or more sheets of this size.)

telecommunications services.

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
Common	N/A	No Par Value	200	100

9. Paid-in Capital: \$ 101,500.00  
("Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

10. (a) Give an estimate of the total value of all the property\* of the corporation for the following year: \$ 100,000.00
- (b) Give an estimate of the total value of all the property\* of the corporation for the following year that will be located in Illinois: \$ 0.00
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 1,000,000.00
- (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 1,000

11. Interrogatories: (Important -- this section must be completed.)

- \*\* (a) Office or offices to which all contracts with the corporation are forwarded for final acceptance: Principal Office
- (b) Number of shares of all classes owned by residents of Illinois: 0
- (c) Number of shares of all classes owned by non-residents of Illinois: 100
- (d) Is the corporation transacting business in this state at this time? No
- (e) If the answer to item 11(d) is yes, state the exact date on which it commenced to transact business in Illinois: N/A

12. This application is accompanied by a certified copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in BLACK INK.)

Dated 3-8, 2001  
(Month & Day) (Year)

Cordia Communications Corp.  
(Exact Name of Corporation)

attested by [Signature]  
(Signature of Secretary or Assistant Secretary)  
Wesly Miriella, Secretary  
(Type or Print Name and Title)

[Signature]  
(Signature of President or Vice President)  
by Craig C. Gironda, President  
(Type or Print Name and Title)

- \* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

- \*\* When the response to #11(a) lists ONLY an Illinois address, then the total business as reflected in #10(c) is also considered to be Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid-in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under #11(a).